

**Amendments to the Specification:**

Please replace paragraph [0058] with the following amended paragraph:

[0058] The suspension fork 510 includes a lockout mechanism 543 for switching the fork 510 between being a substantially rigid fork and a substantially compressible fork. The lockout mechanism 543 includes a valve mechanism 544 and a valve actuating assembly 545. The valve mechanism 544 is located in a valve mechanism housing or the inner tube 522 and divides the inner tube 522 into first and second fluid chambers 546, 548. The valve mechanism 544 includes a valve 556 and a valve seat 550 slidably mounted in the inner tube 522. The orifices 554 extend through the valve seat 550 to allow fluid to flow between the first and second chambers 546, 548. The valve 556 includes a valve stem 558 that extends through the valve seat 550 into the second fluid chamber 548. The valve 556 is biased toward a closed position by a valve spring 560. An O-ring 552 surrounds the valve seat 550 to provide a seal between the valve seat 550 and the inner tube 522 to prevent fluids from passing between the first and second fluid chambers 546, 548 along the inner tube 522 wall.

Please replace paragraph [0062] with the following amended paragraph:

[0062] As shown in FIG. 14, the lockout mechanism 562 includes a blow-off mechanism 592 that is provided to allow the fork 510 to blow-off or ~~slightly~~ compress under high compression forces when the lockout mechanism 562 is on. The blow-off mechanism 592 may include a resilient member or spring tube 594 located between the top cap 570 and the valve seat 550. At one end 599 of the spring tube 594 is a counterbore 600 that limits the engagement between the top cap 570 and the spring tube 594. End 601 of the spring tube 594 is connected to the valve seat 550. The spring tube 594 has a hole 602 extending through its center for receiving the driver 566. The hole 602 acts as a guide for the driver 566 while it displaces along the axis.